

Stillman Exhibit 9

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

DAN HARKABI,
GIDON ELAZAR,

Plaintiff,

vs.

SANDISK CORPORATION,

Defendant.

08 Civ. 8203 (WHP) (THK)

ECF Case

DECLARATION OF JULIE LIEDTKE

I, Julie Liedtke, hereby declare as follows:

1. I submit this declaration in response to plaintiffs' inquiry regarding SanDisk Corporation's ("SanDisk") document preservation as related to this litigation as well as the SanDisk's general document retention policy. All of the facts in this declaration are known to me personally, and if called as a witness, I could and would testify competently to them.

2. My business address is 601 McCarthy Boulevard, Milpitas, California, 95035, SanDisk's corporate offices.

Job Responsibilities

3. My current title at SanDisk is Director, Employment Counsel. I have held this position since joining SanDisk in February 2008.

4. As Director, Employment Counsel, I am responsible for overseeing employment-related litigation, including litigation-specific document retention. In this capacity, I work with SanDisk employees, temporary employees, and contractors to ensure that documents relevant to ongoing litigation are preserved as necessary to meet SanDisk's evidence preservation obligations.

SanDisk's General Document Preservation Policy

5. SanDisk has a Document Preservation Policy that is in place regardless of any specific litigation. A true and accurate copy of the current policy is attached as Exhibit 1. This policy, which has been in place since April 26, 2007, replaces an earlier policy that was substantially the same.

Document Preservation in this Litigation

6. Plaintiffs in this case, Daniel Harkabi and Gidon Elazar, terminated their employment with SanDisk on or about March 1, 2007.

7. Some time in March, SanDisk received a litigation-hold demand letter from plaintiffs' counsel, Diane M. Doolittle of Quinn Emmanuel Urquhart Oliver & Hedges, LLP, dated March 7, 2007. A true and accurate copy of this document is attached as Exhibit 2.

8. Subsequent thereto, SanDisk issued four "Do-Not-Destroy" memoranda. Each of the four memoranda references a specific document category relevant to this litigation, and provides that documents within the given category are to be retained. The descriptions of each document category generally mirror the language in Ms. Doolittle's March 7 letter. The four document categories are as follows: (1) "Documents Related to DMS," including any correspondence, notes, or other documents that relate to the Device Management System; (2) "Documents Related to U3," including documents related to the manufacture or data download process for U3 devices; (3) "MDRM Documents," including documents that relate to the acquisition of MDRM as well as documents that relate to products that use or embed MDRM technology; and (4) "MDRM Technical Documents," including all documents that refer to MDRM, Mr. Harkabi, or Mr. Elazar. True and accurate copies of these memoranda are attached as Exhibit 3.

9. I have no reason to believe that the four "Do-Not-Destroy" Memoranda issued on April 12, 2007, were not fully complied with by SanDisk and its employees, temporary employees, and contractors.

10. I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

EXECUTED this 7 day of May, 2009, at Milpitas, California.


Julie Liedtke

Exhibit 1



Title: SANDISK WORLDWIDE RECORD RETENTION POLICY
Document Number: 71-04-00004
Revision: Rev. 1, Final April 26, 2007
(replaces 71-01-01-003)

1. Purpose

The purpose of the Corporate Record Retention Policy is to establish specific retention requirements for all physical and electronic media for the company.

Please refer directly to the General Record Retention Schedule - APPENDIX A for all records requiring retention. This schedule identifies specific record numbers, retention periods and record ownership.

Please refer to the Departmental Record Retention Coordinator Listing - Appendix C to identify a departmental representative that can assist you with your retention needs.

Improper decisions regarding the retention of records have a direct and significant impact on SanDisk's legal, regulatory and tax liability requirements therefore all employees must comply with this policy. Non-compliance could result in disciplinary action up to and including termination of employment.

2. Scope

This policy applies to SanDisk Worldwide and includes the following locations:

- All legal entities (i.e., SDUS, SDKK, SDI, SDM) of SanDisk
- All foreign offices where SanDisk business is conducted including offsite accountants that process SanDisk transactions
- All outsourced third parties that process and retain SanDisk related transactions as covered by NDA
- All worldwide locations must follow this policy and if necessary, request a country specific appendix if the local retention requirements differ significantly. All country specific designations must be reviewed and approved by the SanDisk Corporate Legal and Tax departments prior to implementation.

3. Roles & Responsibilities

Process Owner: The Corporate Records Manager under the direction of the Corporate Tax organization has full functional responsibility for the Record Retention Policy, procedure development, oversight, ongoing maintenance and enforcement. On an ongoing basis but at least annually this Policy will be reviewed and updated with current guidelines. These updates will be sent to the reviewer/approvers prior to implementation.

Reviewer/Approver: Chief Financial Officer, General Counsel and Chief Tax Officer

Implementation: In conjunction with the Corporate Records Manager, each SanDisk department is responsible for compliance with this policy in the management of its own records. Each department will assign a departmental Records Coordinator to identify and schedule records for retention and ensure that those that are needed for legal, fiscal and/or regulatory purposes are in compliance. Disposal of company records must comply with the provisions of this policy. Any deviation from the policy requires approval from the Corporate Records Manager and the Legal department.

**Title: SANDISK WORLDWIDE RECORD RETENTION POLICY****Document Number: 71-04-00004****Revision: Rev. 1, Final April 26, 2007****(replaces 71-01-01-003)****4. Reference Documents**

71-01-01-004	SanDisk Corporate Record Retention Task Instruction Procedures
Appendix A	General Record Retention Schedule
Appendix B	Functional Groups and Areas
Appendix C	Departmental Records Retention Coordinator Listing
Appendix D	Disposal Authorization to Supplier
Appendix E	Sample Certificate of Disposal
Appendix F	Litigation or Tax Hold Notice
Appendix G	Litigation or Tax Hold Reminder
Appendix H	Litigation or Tax Hold Release Form
Appendix I	Offsite Storage Transmittal Form

5. Definitions and Acronyms

Certificate of Disposal	A certificate provided by the disposal supplier to SanDisk as proof that the record(s) was fully disposed of (versus removal). The certificate also acts as a document that the supplier accepts responsibility for the disposal of materials.
CRM	Corporate Record Manager-- responsible for policy, procedure, oversight and enforcement of the SanDisk Record Retention Policy.
Date of Destruction	The date the records are eligible for destruction.
Department Records Coordinator	Person dedicated within each functional department responsible for records retention compliance. In conjunction with the CRM, ensures the SanDisk policy and procedure is followed for records retention.
Electronic Record	Data located in business applications, on-line files (such as email, voicemail, word processing documents, spreadsheet workbooks, presentation slides, electronic calendars etc.), textual or imaged data maintained on databases, data in typographical, video and/or audio formats contained on websites and any other type of data stored online.
Fiscal Requirement	Records related to financial transactions required to be retained in support of federal, state and local tax filings or financial audits.
General Record Retention Schedule -- Appendix A	A list of time period requirements for retaining records in order to meet SanDisk's legal, fiscal, and regulatory requirements.
Legal Requirement	Records required to be kept by law.



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Litigation Hold	Requirement that any records related to litigation or potential litigation need to be retained even beyond the normal retention policy.
Record	Recorded information regardless of medium (which includes but is not limited to paper, electronic data, email, CD, tape, film, SanDisk or vendor system applications, databases, websites) which documents organizational functions, policies, decisions, procedures, operations, agreements with other parties and activities related to SanDisk business
Records Eligible for Disposal	Records made available for disposal due to the maturation of their retention period in accordance with the provisions of this policy.
Regulatory Requirement	Records retained in support of requirements set forth by a regulatory entity or provision which includes but is not limited to: Securities and Exchange Commission (SEC), Sarbanes Oxley (SOX), Occupations Safety and Health Administration (OSHA), Health Information and Privacy Act (HIPAA).
Tax Hold	Requirement that any records related to tax audits or investigations need to be retained beyond the normal retention policy

6. Requirements

All SanDisk corporate records shall be retained only for their period of use as defined in the **General Record Retention Schedule - Appendix A** of this policy, unless longer retention is specifically authorized by the Corporate Record Retention Process Owner and/or the Legal department.

All corporate records requiring retention shall be securely stored at all times in such a manner that no unauthorized personnel shall have access to them. All records that are to be stored are to be clearly labeled, so they can be easily located and the record is safeguarded from unintended use or possible disposal.

All physical corporate records that are to be kept onsite are to be secured in specifically designated storage rooms or cabinets for a retention period of the current year plus one year providing the storage space can adequately retain these documents in a secured manner. If these records cannot be securely stored onsite then they will have to be sent to the SanDisk contracted offsite storage facility for safekeeping and retrieved on an as needed basis in accordance with **General Record Retention Schedule - Appendix A**.

Under no circumstances are corporate records of any kind to be stored in an unsecured manner.

This mandates that all corporate records, files, equipment or other media that contains corporate records cannot be left unsecured in any building access area such as hallways, restrooms,



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cafeteria open spaces that are either inside or outside of the campus, cubicles, photocopy areas, loading and receiving areas, parking-lots, offices and/or conference rooms.

6.1 Record Retention Periods

6.1.1 General Retention Period for Non Vital Records:

Some of SanDisk's records may not require long-term retention. They may be vital to current goals and useful for analysis of current operations, but may not have a value by the time they are over one year old. Thus the company has adopted a general retention period of "current year plus last year (which is 2 years)" to be adequate for these types of records.

6.1.2 Legal, Fiscal, and Regulatory Records

Longer retention periods are required for all records that have a legal, fiscal and/or regulatory requirement. All employees must refer to and follow the retention periods outlined in the **General Record Retention Schedule - Appendix A** for these types of records and their required retention period.

6.1.3 Litigation or Tax Hold Records

Records relevant to any ongoing, pending or potential litigation, government investigation, or other audit requirements are to be retained and may not be disposed of without approval from the Corporate Records Retention department and the Legal, Tax, and Finance departments.

In cases where records may need to be retained beyond the normal retention policy, the Legal/Tax department will issue a Litigation or Tax Hold Notice to employees possessing these records. These records must be retained until the Litigation or Tax Hold Release Notice is received. In some cases, the Legal or Tax departments may collect these records in a central location for safekeeping.

There may be certain contracts (i.e., royalty) that require SanDisk to retain records beyond the periods stated in the General Record Retention Schedule. These documents may also relate to a customer or supplier's right to examine SanDisk books, documents, papers and records involving transactions related to the specific contract for a specified period of time. The departments involved in such contracts are responsible to ensure these records are retained. This may involve not only the department that initiated the contract but also the Contract Management and Legal departments.

6.2 Electronic Records Retention

6.2.1 Email

E-mail and other forms of electronic record ("electronic records") are used frequently and extensively by our employees in their daily work. Since SanDisk operates in various jurisdictions and our business activities are many-fold, the way electronic records are, or have to be, retained varies. Some electronic records created or received are to be retained for legal, regulatory or internal business reasons, and some may not have to be retained at all.

Subject to applicable local law, regulations or business requirements, the following documents need to be retained:



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1. Electronic records that are within a class of documents listed in the **General Record Retention Schedule - Appendix A**
2. Electronic records that refer in any way to a document included in the **General Record Retention Schedule - Appendix A** and contain information that could reasonably be deemed necessary to understand business decisions.

Notwithstanding the requirement to maintain records in electronic format, there may be instances when there is a need to retain in hard copy, in which case they should be retained in accordance with the **General Record Retention Schedule - Appendix A**. An example of this would be an electronic record that when printed out is signed as a binding agreement, which is subject to long-term retention.

SanDisk employees are encouraged to delete electronic records (e.g., email and voicemails) immediately after taking action concerning them. Also, employees should conduct regular reviews of their electronic records and delete those that do not need to be retained after 90 days.

Employees are discouraged from receiving or sending business-related electronic records while outside the office using a personal e-mail account or account on a non-firm server. Such communications are nonetheless to be preserved and are to be forwarded to the employee's office e-mail address, as a result of which the electronic records will then be retained.

SanDisk strongly discourages the retention of electronic records in personal archives as it creates a risk that:

1. Others working on a matter will not have access to the information.
2. The official records may be incomplete.
3. The information may not be found in the person's absence.
4. If the person leaves SanDisk, a record intended to be retained is not.

6.2.2. Transactional Records

Electronic records related to transactional databases that are critical to the ongoing business of SanDisk (including but not limited to the company's ERP and Financial systems) will be backed up and replicated at the SanDisk appointed "Hot Sites" containing 7 years of transactional data. For historical purposes, data can be archived as long as the data is easily retrievable and accessible. If a new transactional system is implemented, data for a combined 7 year period needs to be maintained in both systems.

In certain instances, the Tax department may require data archives be kept for longer than 7 years. In this case, the Tax department will issue a tax hold for the data records required to be retained.

6.2.3 Voice Mail

Voicemail that goes to employee voice inboxes will be automatically deleted after 30 days in the phone system. All saved voicemail in the email system will be deleted after 90 days. If a voicemail is of a significant importance and it needs to be retained under this policy, the voicemail should be "re-saved" every 90 days.

6.2.4 Scanned Documents



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In the instances where documents are scanned and stored on-line, once the documents are successfully scanned and validation occurs, the original business documents can be appropriately disposed of per section 6.4 of this policy.

6.2.5 IRS Requirements of Electronic Document Storage

The IRS has requirements (Rev. Proc. 97-22, 1997-1 Sec 4.01) covering electronic storage of taxpayer records which include:

- Ensuring an accurate and complete transfer of the hardcopy books and records must contain a retrieval system that indexes, stores, preserves and reproduces all transferred information
- The storage system must include adequate controls with appropriate audit trails
- A hardcopy can be reproduced upon request
- Electronic storage of records are subject to all applicable laws that apply to paper records

All electronically stored documents required for tax purposes shall follow these IRS requirements.

6.3 Offsite Storage Record Retrieval

In the event that a record needs to be retrieved from the offsite storage supplier, *the Departmental Record Coordinator will submit an Offsite Records Retrieval form to the Corporate Records Manager. The Corporate Records Manager will work with the offsite storage supplier to have the boxes delivered to the requesting department within 48 hours. Once the retrieved record is no longer required, the box must be returned to offsite storage supplier with the original box number and retention period. Specific procedures that support and detail the exact storage and retrieval tasks have been developed (See Procedures 71-01-01-004)*

6.4 Record Disposal Requirements

6.4.1 Daily Disposal of Confidential Records

On an ongoing basis documents may be created that contain errors, or have been updated to reflect current data. These drafts may contain company confidential data that are no longer needed and must be properly disposed of in the confidential bins located throughout the SanDisk premises. Additionally, if there are other media such as CDs, diskettes, etc. that are not re-writeable and also contain either errors or draft data no longer needed they must be properly disposed in the confidential bins. In conjunction with the operational procedures of the Security department, material in the confidential bins will be secured until the third party shredding services are requested and provided.

Under no circumstances are confidential documents/media to be disposed of in the regular trash containers.

6.4.2 Annual Destruction Review

The Corporate Records Manager will work with each SanDisk Departmental Record Retention Coordinator to conduct an annual review as of June each year, for all records eligible for disposal that are not subject to a Litigation Hold or Tax Hold.



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The Departmental Records Coordinators will submit a list of the records eligible for disposal to the Corporate Records Manager for review and approval by Legal and Tax management teams. Once the approval is obtained, the Corporate Records Manager will coordinate and arrange with the offsite storage supplier for the record disposal. This process will ensure the destruction has been completed and documented in a destruction certificate from the offsite supplier which will be retained by the Corporate Records Manager.

Under no circumstance should intentional destruction of records (physical or electronic) occur based upon a concern that the record could be harmful in a potential or existing investigation or litigation. This applies even if the record would ordinarily be destroyed under the record retention procedures in this policy. Employees found engaging in such activity could be subject to disciplinary action up to and including termination of employment.

Appropriate Methods of Disposal to be utilized by the authorized SanDisk offsite storage facility that include:

- Paper Records – All paper documents are to be shredded.
- Computer Media – Hard drives, flash drives, tapes, microfilm, microfiche, compact disks and diskettes, CD-ROMS must be disposed of manner that ensures the information contained cannot be reconstructed.
- Online Electronic Data – Electronic data located online (on a database or network) should be deleted and purged.

Upon the receipt of a written request from the SanDisk Corporate Records Manager, the offsite storage supplier will begin disposal within 2 working days with complete disposal of all requested records within 5 working days. The supplier will carry out disposal in a manner that is environmentally acceptable and maintain the proprietary nature of the records. The supplier shall provide the Corporate Records Manager a Certificate of Disposal upon disposal completion.



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APPENDIX A

GENERAL RECORD RETENTION SCHEDULE

I. DOCUMENTS THAT CAN BE ROUTINELY DESTROYED

- Any non-essential correspondence more than thirty (30) days old (e.g., letters and notes that require no acknowledgement, follow-up, or further reference)
- General e-mail more than ninety (90) days old
- Drafts of Board Minutes; proposed agendas and resolutions after they are incorporated into approved minutes
- Drafts of Securities Law Filings (prospectus, registration statement, Form 3, Form 4, Form 5, Form 10Q, Form 10K, etc.) after the subsequent or final version is prepared
- Drafts of business plans after the subsequent or final version is prepared
- Drafts of strategic plans after the subsequent or final version is prepared
- Drafts of press releases after the subsequent or final version is prepared
- Drafts of transaction documents after the subsequent or final version is prepared
- Drafts of meeting presentations for a transaction after the final version of the transaction documents is prepared
- Non-SanDisk Manuals
- Other companies brochures/literature
- Voicemail over 90 days old
- Expense Report Copies



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II. DOCUMENTS TO BE RETAINED AND DESTROYED UPON PERIOD EXPIRATION DATE

II.I (*) DOCUMENT TYPE NUMBERING LOGIC

10. 01. 100

A B C

A = THE FUNCTIONAL GROUP (SUCH AS ENGINEERING - 10, FINANCE - 25, ETC.) REFER TO APPENDIX B FOR A COMPLETE LISTING OF ALL GROUPS WITHIN THE COMPANY

B = THE FUNCTIONAL AREA WITHIN THE GROUP (SUCH ACCOUNTS PAYABLE (01) IS AN AREA WITHIN FINANCE)

C = THE RECORD NAME (THE ACTUAL DOCUMENT NAME - 100, 101, ETC.)

II.II RETENTION PERIOD DEFINITIONS

- ACTIVE = CURRENT VERSION OF THE DOCUMENT
- PERMANENT = DOCUMENT CAN NEVER BE DISPOSED OF

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RECORD#	AREA/RECORD TYPE NAME	COMPLETE DOCUMENT RECORD NUMBER (* SEE RJ ABOVE)	SANDISK RETENTION PERIOD	FUNCTION RESPONSIBLE FOR RETENTION	ISO DOCUMENT CONTROL REFERENCE NUMBER
10	ENGINEERING				
10.01	NAND				
100	Technology Command and Run Sets	10.01.100	Permanent	Engineering Mgmt Team	
101	Drawings or computer aided design	10.01.101	Permanent	Engineering Mgmt Team	
102	Engineering Designs/Documentation (including design notes, interim source code, research notes, lab notebooks, other records showing development history of the product from the time it was conceived to the filing of the patent)	10.01.102	Permanent	Engineering Mgmt Team	
103	Engineering Process Records	10.01.103	Seven (7) years	Engineering Mgmt Team	
104	Laboratory Reports	10.01.104	Seven (7) years	Engineering Mgmt Team	
105	Product Design Specifications	10.01.105	Permanent	Engineering Mgmt Team	
106	Product Testing, Measurements and Characterizations	10.01.106	Seven (7) years	Engineering Mgmt Team	
107	Research Records	10.01.107	Permanent	Engineering Mgmt Team	
108	Schematic Database	10.01.108	Permanent	Engineering Mgmt Team	
109	Layout Database	10.01.109	Permanent	Engineering Mgmt Team	
110	Personal or meeting notes not related to an invention	10.01.110	Seven (7) years	Engineering Mgmt Team	
111	Presentations not related to an invention	10.01.111	Seven (7) years	Engineering Mgmt Team	
10.02	ASIC				
100	Technology Commands and Run Sets	10.02.100	Permanent	Engineering Mgmt Team	
101	Computer aided design drawings	10.02.101	Permanent	Engineering Mgmt Team	

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102	Engineering Designs/Documentation (including design notes, interim source code, research notes, other records showing development history of the product.	10.02.102	Permanent	Engineering Mgmt Team	
103	Engineering Process Records	10.02.103	Seven (7) years	Engineering Mgmt Team	
104	Laboratory Reports	10.02.104	Seven (7) years	Engineering Mgmt Team	
105	Product Design Specifications	10.02.105	Permanent	Engineering Mgmt Team	
106	Product Testing Characterization	10.02.106	Seven (7) years	Engineering Mgmt Team	
107	Personal or meeting notes not related to an invention	10.02.107	Seven (7) years	Engineering Mgmt Team	
108	Presentations not related to an invention	10.02.108	Seven (7) years	Engineering Mgmt Team	
10.03	MANUFACTURING AND PACKAGING ENGINEERING				
100	Manufacturing drawings	10.03.100	Two (2) years	Engineering Mgmt Team	
101	Manufacturing procedures	10.03.101	Two (2) years	Engineering Mgmt Team	
102	Design specifications and documentation for manufacturing	10.03.102	Seven (7) years	Engineering Mgmt Team	
103	Packaging designs and drawings	10.03.103	Two (2) years	Engineering Mgmt Team	
10.04	PRODUCT AND TEST ENGINEERING				
100	Production Tool Design Records	10.04.100	Seven (7) years	Engineering Mgmt Team	
101	Yield and characterization records	10.04.101	Seven (7) years	Engineering Mgmt Team	
10.05	TECHNOLOGY				
100	Technology Process Flows	10.05.100	Permanent	Engineering Mgmt Team	
101	Electrical Design Rules (EDR)	10.05.101	Permanent	Engineering Mgmt Team	
102	Geometrical Design Rules (GDR)	10.05.102	Permanent	Engineering Mgmt Team	
103	Failure Analysis Reports	10.05.103	Permanent	Engineering Mgmt Team	

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				Team	
104	Yield Reports	10.05.104	Permanent	Engineering Mgmt Team	
105	Lab Reports	10.05.105	Permanent	Engineering Mgmt Team	
106	Patent Idea Notes	10.05.106	Permanent	Engineering Mgmt Team	
107	Project Status Presentations	10.05.107	Permanent	Engineering Mgmt Team	
108	Technology Email Exchange	10.05.108	Permanent	Engineering Mgmt Team	
10.06	RELIABILITY				
100	Product Qualification Reports	10.06.100	Five (5) years	Engineering Mgmt Team	
101	RMA Failure Analysis Reports	10.06.101	Two (2) years	Engineering Mgmt Team	
10.07	SANDISK 3D				
100	Engineering Designs/Documentation (including design notes, interim source code, research notes, other records showing development history of the product.	10.08.100	Permanent	Engineering Mgmt Team	
101	Engineering Process Records	10.08.101	Seven (7) years	Engineering Mgmt Team	
102	Laboratory Reports	10.08.102	Seven (7) years	Engineering Mgmt Team	
103	Personal or meeting notes not related to an invention	10.08.103	Seven (7) years	Engineering Mgmt Team	
104	Presentations not related to an invention	10.08.104	Seven (7) years	Engineering Mgmt Team	
10.08	SECURITY SYSTEMS				
100	Engineering Designs/Documentation (including design notes, interim source code, research notes, other records showing development history of the product.	10.08.100	Permanent	Engineering Mgmt Team	
101	Engineering Process Records	10.08.101	Seven (7) years	Engineering Mgmt Team	
102	Laboratory Reports	10.08.102	Seven (7) years	Engineering Mgmt Team	
103	Personal or meeting notes not related to an invention	10.08.103	Seven (7) years	Engineering Mgmt Team	

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104	Presentations not related to an invention	10.08.104	Seven (7) years	Engineering Mgmt Team	
10.09	FIRMWARE/SOFTWARE DEVELOPMENT				
100	Engineering Designs/Documentation (including design notes, interim source code, research notes, other records showing development history of the product.	10.09.100	Permanent	Engineering Mgmt Team	
10.10	SERIAL PRODUCTS				
100	Engineering Designs/Documentation (including design notes, interim source code, research notes, other records showing development history of the product.	10.10.100	Permanent	Engineering Mgmt Team	
101	Characterization Reports - DVT	10.10.101	Seven (7) years	Engineering Mgmt Team	
102	Engineering Requirements Document	10.10.102	Permanent	Engineering Mgmt Team	
10.11	MEMORY STICK/xD PRODUCTS				
100	Characterization - DVT	10.11.100	Seven (7) years	Engineering Mgmt Team	
101	Memory Stick Protocol Specifications	10.11.101	Permanent	Engineering Mgmt Team	
102	Engineering Designs/Documentation (including design notes, interim source code, research notes, other records showing development history of the product.	10.11.102	Permanent	Engineering Mgmt Team	
103	Test Tools	10.11.103	Seven (7) years	Engineering Mgmt Team	
10.12	NAND SYSTEMS				

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100	Characterization - DVT	10.12.100	Two (2) years	Engineering Mgmt Team	
101	Industry Specifications	10.12.101	Permanent	Engineering Mgmt Team	
102	Engineering Designs/Documentation (including design notes, interim source code, research notes, other records showing development history of the product.	10.12.102	Permanent	Engineering Mgmt Team	
103	Test Tools	10.12.103	Seven (7) years	Engineering Mgmt Team	
104	Technology Roadmaps	10.12.104	Permanent	Engineering Mgmt Team	
10.13	SanDisk Israel Ltd:				
100	Technology Command and Run Sets	10.13.100	Permanent	Engineering Mgmt Team	
101	Drawings or computer aided design	10.13.101	Permanent	Engineering Mgmt Team	
102	Engineering Designs/Documentation (including design notes, interim source code, research notes, other records showing development history of the product.	10.13.102	Permanent	Engineering Mgmt Team	
103	Engineering Process Records	10.13.103	Seven (7) years	Engineering Mgmt Team	
104	Laboratory Reports	10.13.104	Seven (7) Years	Engineering Mgmt Team	
105	Product Design Specifications	10.13.105	Permanent	Engineering Mgmt Team	
106	Product Testing, Measurements and Characterizations	10.13.106	Seven (7) years	Engineering Mgmt Team	
107	Research Records	10.13.107	Permanent	Engineering Mgmt Team	
108	Schematic Database	10.13.108	Permanent	Engineering Mgmt Team	
109	Layout Database	10.13.109	Permanent	Engineering	

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				Mgmt Team	
110	Personal or meeting notes not related to an invention	10.13.110	Seven (7) years	Engineering Mgmt Team	
112	Israel Office of the Chief Scientist (OCS) Grants - all documents and other evidence regarding the implementation of the approved program, the conditions of approval and determination of royalties due to the OCS	10.13.111	Length of the research project and until any resulting royalties may be due to the OCS	Engineering Mgmt Team	
15	EXECUTIVE OFFICERS				
15.01	GENERAL				
100	Calendar	15.01.100	Seven (7) years	Executives	
101	Chronological Business Files	15.01.101	Active + One (1) year	Executives	
102	Pre-Contract Agreement Negotiation Work papers	15.01.104	6 months after final contract is executed	Executives	
103	Strategic Plans	15.01.105	Permanent (only CFO, CEO and Controller should retain copies)	CFO, COO, CEO,	
104	Organization Charts	15.01.106	Seven (7) years	Executive Administrators	
20	FACILITIES				
20.01	GENERAL				
100	Acquisition data - equipment	20.01.100	Permanent (review every three (3) years)	Facilities Director	
101	Building Permits	20.01.101	Active	Facilities Director	
102	Lease Acquisitions	20.01.102	Permanent (review every ten (10) years)	Facilities Director	
103	Leases	20.01.103	Permanent	Facilities Director	
104	Maintenance Records	20.01.104	Active	Facilities Director	
105	Mortgages	20.01.105	Twenty-one (21) years	Facilities Director	
106	Motor Vehicle Maintenance	20.01.106	Active	Facilities Director	
107	Motor Vehicle Records	20.01.107	Active	Facilities Director	

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108	Office Improvements	20.01.108	Active	Facilities Director	
25.01	ACCOUNTS PAYABLE				
100	Accounts Payable Invoices/Vouchers (includes copy of the check and backup associated with the payment)	25.01.100	Seven (7) Years	Controller	IRS
101	Accounts Payable Ledgers	25.01.101	Seven (7) Years	Controller	IRS
102	Accounts Payable Accruals	25.01.102	Seven (7) Years	Controller	IRS
103	Cash Disbursements	25.01.103	Permanent	Controller	
104	W9/1099 Records	25.01.104	Seven (7) Years		IRS
25.02	ACCOUNTS RECEIVABLE				
100	Accounts Receivable Ledgers (soft copies)	25.02.100	Seven (7) Years	Controller	IRS
101	Cash Journals	25.02.101	Seven (7) Years	Controller	IRS
102	Customer payments hard copies	25.02.102	Seven (7) Years	Controller	IRS
103	Customer credit files	25.02.103	Permanent	Credit Manager	
104	Inactive Customer Credit Files(after 3 years of inactivity)	25.02.104	7 years	Credit Manager	
105	Sales Commission Statements	25.02.105	Seven (7) Years	Credit Manager	IRS
106	Credit Memo Advices	25.02.106	Seven (7) Years	Credit manager	IRS
107	Bad Debt Reserve Analysis	25.02.107	Seven (7) Years	Credit Manager	IRS
108	Invoices & Appropriate Back-up	25.02.108	Seven (7) Years	Controller	IRS
109	Cash Receipts	25.02.109	Seven (7) Years	Credit Manager	IRS
110	Collection Records	25.02.111	Seven (7) Years	Credit Manager	IRS
25.03	Property Plant and Equipment				
100	Capital Authorization Requests (Operations)	25.03.100	Seven (7) years	Controller	
101	Monthly Journal Vouchers (including backup support documents), Recons, Ledgers and Support	25.03.101	Seven (7) years	Controller	
102	Physical Inventory of Fixed Assets	25.03.102	Seven (7) years	Controller	

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25.04	ADMINISTRATIVE ACCOUNTING				
100	Audit Reports, External	25.04.100	Seven (7) years	Controller	
101	Audit Reports, Internal	25.04.101	Seven (7) years	Internal Audit Director	
102	Budget Work papers	25.04.102	One (1) year	FPA Director	
103	Budgets, 1 year	25.04.103	Two (2) years	FPA Director	
104	Budgets, 5 year	25.04.104	Six (6) years	FPA Director	
105	Business Plans	25.04.105	Seven (7) years after end of program	CFO	
106	Customer Credit Files	25.04.106	Active	Credit Manager	
107	Customer Master File	25.04.107	Active	Accounting Services Director	
108	Financial Plan	25.04.108	Active	FPA Director	
109	Financial Reports, Annual	25.04.109	Permanent	Controller	
110	Financial Reports, Monthly	25.04.110	Three (3) years	Controller	
111	Financial Statements	25.04.111	Permanent	Controller	
112	Forecasts, 1 year	25.04.112	Two (2) years	FPA Director	
113	Forecasts, 5 year	25.04.113	Six (6) years	FPA Director	
114	Disclosure Committee Policy/minutes	25.04.114	Three (3) years after completion	Controller	
115	Employee Stock Purchase Agreements	25.04.115	Permanent	Investor Relations Director	
116	Earnings Release/commentary/ financial slides to investors	25.04.116	Three (3) years	Controller	
117	Finance Policies	25.04.117	Permanent	CFO	
118	Procedure Manuals	25.04.118	Permanent	CFO	
119	Profit and Loss Statements	25.04.119	Permanent	Controller	
120	Signature Policy	25.04.120	Permanent	CFO	
121	SOX 404 Documentation	25.04.121	Seven (7) years	Internal Audit Director	
122	Strategic Plans	25.04.122	Permanent (only CFO, CEO and Controller should retain copies)	CFO	
123	Whistle Blower Hotline - substantiated	25.04.123	EU - 2 months All other - 1 year softcopy, 6	Internal Audit Director	

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			year hardcopy		
124	Whistle Blower Hotline - unsubstantiated	25.04.124	EU - 24 hours All other - 1 year softcopy, 6 year hardcopy	Internal Audit Director	
25.05	GENERAL ACCOUNTING				
100	Account Ledgers	25.05.100	Seven (7) Years	Controller	IRS
101	Accounting Procedures	25.05.101	Permanent	Controller	
102	Balance Sheets	25.05.102	Seven (7) Years	Controller	IRS
103	Credit Applications	25.05.103	One (1) year	Controller	
104	General Ledger, Annual	25.05.104	Permanent	Controller	
105	General Ledger, Monthly	25.05.105	One (1) year	Controller	
106	Journal Entries (including backup support documents)	25.05.106	Seven (7) Years	Controller	IRS
107	Ledgers, (Subsidiary)	25.05.107	Seven (7) Years	Controller	IRS
108	Registers	25.05.108	Seven (7) Years	Controller	IRS
109	Trial Balances	25.05.109	Permanent	Controller	
110	External Audit Support Documents and Quarter/Year End (including Technical Memos)	25.05.110	Permanent	Controller	IRS
25.06	PAYROLL				
100	Payroll JVs (including backup support documents)	25.06.100	Seven (7) years	Payroll Manager	
101	Payroll Reconciliations	25.06.101	Seven (7) years	Payroll Manager	
102	Payroll Registers	25.06.102	Permanent	Payroll Manager	
103	Cancelled Payroll checks	25.06.103	Seven (7) years	Payroll Manager	
104	Timecards/Time-off records	25.06.104	Seven (7) years	Payroll Manager	
105	W-2	25.06.105	Seven (7) years	Payroll Manager	
106	W-4	25.06.106	Seven (7) years	Payroll Manager	
107	Terminated employee files	25.06.107	Seven (7) years	Payroll Manager	
108	Expense Reports	25.06.108	Seven (7) years	Payroll Manager	
109	Sick Leave Benefits Accrual	25.06.109	Seven (7) years	Payroll Manager	
110	Employment Tax Filings	25.06.110	Seven (7) years	Payroll Manager	
111	Unemployment Tax Filings	25.06.111	Seven (7) years	Payroll Manager	
25.07	Tax Compliance				
100	Excise tax Filings	25.07.100	Seven (7) Years	Sr. Tax Director	
101	Inter-Company Pricing	25.07.101	Seven (7) Years	Sr. Tax Director	
102	Sales and Use Tax Filings	25.07.102	Seven (7) years	Sr. Tax Director	
103	Property Tax Filings (including	25.07.103	Seven (7) years	Sr. Tax Director	

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	unclaimed property)				
104	Income Tax Returns	25.07.104	Permanent	Sr. Tax Director	
105	Business and Tax Registrations	25.07.105	Permanent	Sr. Tax Director	
106	Correspondence with tax agencies and authorities	25.07.106	Permanent	Sr. Tax Director	
107	Tax Provisions	25.07.107	Permanent	Sr. Tax Director	
25.08	TREASURY				
100	Bank Lockbox Deposits	25.08.100	Seven (7) years	Treasurer	
101	Bank Reconciliations	25.08.101	Seven (7) years	Controller	
102	US Bank Statements	25.08.102	Seven (7) years	Treasurer, Payroll Manager	
103	International Bank statements	25.08.103	Seven (7) years	Controller	
104	Check Registers	25.08.104	Seven (7) years	Accounts Payable Manager Payroll Manager	
105	Checks, cancelled	25.08.105	Seven (7) years	Accounts Payable Manager Payroll Manager	
106	Bank agreements	25.08.106	Seven (7) years	Treasurer	
107	Insurance Policies, Active	25.08.107	Twenty-one (21) years	Treasurer	
108	Insurance Policies, Cancelled	25.08.108	Twenty-one (21) years	Treasurer	
109	Real estate investments	25.08.109	Seven (7) years	Treasurer	
110	Fixed Income Investments	25.08.110	Seven (7) years	Treasurer	
111	Letters of Credit	25.08.111	Twenty-one (21) years	Treasurer	
112	Mortgage Records	25.08.112	Twenty-one (21) years	Controller, Facilities Director	
113	Notes, Cancelled	25.08.113	Twenty-one (21) years	Legal Counsel, Controller	
114	Notes, Paid	25.08.114	Twenty-one (21) years	Legal Counsel, Controller	
115	Hedging Options Contracts	25.08.115	Twenty-one (21) years	Treasurer	
116	Hedging Options and Futures	25.08.116	Seven (7) years	Treasurer	
117	Money Manager Statements	25.08.117	Seven (7) years	Treasurer	
118	Corporate Equity Investments	25.08.118	Seven (7) years	Controller	
119	Wire Transfers	25.08.119	Seven (7) years	Treasurer	
120	Daily Cashbook Records	25.08.120	Seven (7) years	Treasurer	
121	All Bank signatory records (adds, deletes)	25.08.121	Seven (7) years	Treasurer	
25.09	CORPORATE RECORDS MANAGEMENT				

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100	Electronic Record Indexes	25.09.100	Active	Corporate Records Manager	
101	Record Destruction Documentation	25.09.101	Permanent	Corporate Records Manager	
102	Records Inventory Logs	25.09.102	One (1) year	Corporate Records Manager	
103	Records Management Procedures	25.09.103	Permanent	Corporate Records Manager	
104	Document Hold Notices, with all updates	25.09.104	Permanent	Corporate Records Manager	
25.10	OPERATIONS ACCOUNTING				
100	Month End Cost Records	25.10.100	Seven (7) years	VP Finance Operations	
101	Standard Revaluation (QAD)	25.10.101	Seven (7) years	VP Finance Operations	
102	Product Cost Data (Master Reference & Wafer Cost)	25.10.100	Seven (7) years	VP Finance Operations	
103	Cost Accounting Revaluations	25.10.101	Seven (7) years	VP Finance Operations	

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104	Costing Engineering Change Orders	25.10.102	Seven (7) years	VP Finance Operations	
25.11	Revenue Accounting				
100	Revenue Forecasts and recognition	25.11.100	Seven (7) years	VP Finance Operations	
101	Pricing Analysis	25.11.101	Seven (7) years	VP Finance Operations	
102	Financial Analysis for Marketing Requirements Documents (Phase 1)	25.11.102	Seven (7) years	VP Finance Operations	
103	Financial Requirements Documents for New Product Development (Phase 1)	25.11.103	Seven (7) years	VP Finance Operations	
	Stock Administration				
100	Employee Incentive Plan Documents	25.12.100	Seven (7) years	Sr. Director Investor Relations	
101	Stock Administration Audit Documents	25.12.101	Seven (7) years	Sr. Director Investor Relations	
102	Transfer agent records	25.12.102	Seven (7) years	Sr. Director Investor Relations	
103	Canceled Stock Certificates	25.12.103	Permanent	Sr. Director Investor Relations	
25.13	INVESTOR RELATIONS				
100	Earnings release commentary	25.13.100	Three (3) years	Investor Relations Sr. Director	
101	Conference call scripts	25.13.101	Three (3) years	Investor Relations Sr. Director	
102	Financial slides to investors	25.13.102	1 quarter	Investor Relations Sr. Director	
103	Analyst Day Slides	25.13.103	One (1) Year	Investor Relations Sr. Director	
25.14	EXTERNAL REPORTING				
100	10-K/10-Q Tie-out Binders Hard/Soft Copies	25.14.100	Seven (7) years	External Reporting	
101	Memos/Whitepapers Hard/Soft Copies	25.14.101	Four (4) years	External Reporting	
30	HUMAN RESOURCES				
30.01	BENEFITS				
100	Disability Records	30.01.100	Permanent	Human Resources Director	
101	Education Assistance Files	30.01.101	Length of Employment	Human Resources Director	
102	Employee Benefits	30.01.102	Length of Employment	Human Resources Director	
103	Employee Relocation Records	30.01.103	Length of Employment	Human Resources Director	
104	I-9, Employment Eligibility	30.01.104	Three (3) years after employee termination	Human Resources Director	

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105	Incentive Plans	30.01.105	Length of Employment	Human Resources Director	
106	Profit Sharing/Bonus Plans	30.01.106	Seven (7) years	Human Resources Director	
107	401K Benefits	30.01.107	Permanent	Human Resources Director	
108	Service Records	30.01.108	Permanent	Human Resources Director	
30.02	EQUAL OPPORTUNITY (EEO)				
100	Affirmative Action Plan	30.02.100	Active	Global Staffing Director	
101	Form EEO-2	30.02.101	Permanent	Global Staffing Director	
102	Racial/Ethnic Identification (Form EEO-1)	30.02.102	Permanent	Global Staffing Director	
30.03	HR GENERAL				
100	Employee Manuals	30.03.100	Permanent	Human Resources Director	
101	Job Advertisements	30.03.101	Two (2) years	Global Staffing Director	
102	Job Requisitions -- online - paper	30.03.102	Permanent Two (2) years	Global Staffing Director	
103	Performance Reviews	30.03.103	Length of Employment	Human Resources Director	
104	Salary Surveys	30.03.104	Three (3) years	Human Resources Director	
105	Code of Conduct Certifications	30.03.105	Three (3) years	Human Resources Director	
106	Resumes	30.03.106	Two(2) years	Human Resources Director	
30.04	HEALTH AND SAFETY				
100	Accident Reports (OSHA Form 200)	30.04.100	Six (6) years	Human Resources Director	
101	Employee Medical Complaints	30.04.101	Six (6) years	Human Resources Director	
30.05	PERSONNEL ACTIONS				
100	Applicant Tracking Records (Hired and Rejected)	30.05.100	Permanent	Global Staffing Director	
101	Job Announcements	30.05.101	One (1) year	Human Resources Director	
102	Layoff Records/Out placement data	30.05.102	Seven (7) years	Human Resources Director	
103	Personnel Files, Active (including related ECD's: noting salary rates, LOA, personnel actions, education assistance, performance reviews, employment history, offer letters, termination notice, transfer records, special	30.05.103	Length of Employment	Human Resources Director	70-01-00008

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	employment contracts)				
104	Personnel Files, Terminated	30.06.104	Six (6) years after termination	Human Resources Director	
105	Termination Exit Interview Records	30.06.105	Three (3) years	Human Resources Director	
106	Training Records	30.05.106	Length of Employment	Human Resources Director	70-01-00006
107	Reconciliations and supporting records (all types of HR related reconciliations and supporting documents)	30.06.107	Seven (7) years	Human Resources Director	
35	INFORMATION TECHNOLOGY				
35.01	GENERAL IT				
100	Batch Request Form	35.01.100	Seven (7) years	IT Director	
101	Cyborg data records	35.01.101	Permanent	HR IT	
102	Email, General	35.01.102	Ninety (90) days	All Employees	
103	Email, Specific	35.01.103	Per stated retention period for subject matter	All Employees	
104	Fixed Asset System Data	35.01.104	Seven (7) years until archived	IT Director	
105	Fixed Asset System, Archived Data	35.01.105	Permanent	IT Director	
106	Global Tax Management	35.01.106	Permanent	IT Director	
107	Move To Production Form	35.01.107	Seven (7) years	IT Director	
108	Price Lists Loads, Including Inter company	35.01.108	Seven (7) years	IT Director	
109	ERP (QAD, Biz-flow or other systems) Data	35.01.109	Seven (7) years until archived	IT Director	
110	ERP (QAD, Biz-flow, Oracle or other systems) Archived Data	35.01.110	Permanent	IT Director	
111	Volcomail, General	35.01.111	Ninety (90) days	All Employees	
113	Security Access Request Forms	35.01.113	Seven (7) years	IT Director	
114	Ess-base Data	35.01.114	Seven (7) years	IT Director	
40	LEGAL				
40.01	CORPORATE GOVERNANCE				
100	SEC Reporting and Filings	40.01.100	Permanent	Legal Counsel	
101	Annual Reports	40.01.101	Permanent	Legal Counsel	
102	Articles of Association	40.01.102	Permanent	Legal Counsel	
103	Articles of Incorporation	40.01.103	Permanent	Legal Counsel	
104	Board of Directors Meeting Minutes	40.01.104	Permanent	Legal Counsel	

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105	Board of Directors Meeting Notices	40.01.105	Permanent	Legal Counsel	
106	Corporate Reorganizations	40.01.106	Permanent	Legal Counsel	
107	Minute Books	40.01.107	Permanent	Legal Counsel	
108	Proxies, Signed	40.01.108	Permanent	Legal Counsel	
109	Shareholder Meeting Minutes	40.01.109	Permanent	Legal Counsel	
110	Stockholder Listing	40.01.110	Permanent	Legal Counsel	
111	Voting Records	40.01.111	Permanent	Legal Counsel	
112	Board amendments and resolutions	40.01.112	Permanent	Legal Counsel	
113	Board Charters	40.01.113	Permanent	Legal Counsel	
114	Promissory Notes	40.01.114	Seven (7) years after Note expires	Legal Counsel	
40.02	CONTRACT ADMINISTRATION			Legal Counsel	
100	Partnership Agreements	40.02.100	Ten (10) years after expiration	Legal Counsel	
101	Joint Venture Agreements	40.02.101	Ten (10) years after expiration	Legal Counsel	
102	Employment Contracts	40.02.102	Ten (10) years after expiration	Legal Counsel	
103	Inter-company Agreements	40.02.103	Ten (10) years after expiration	Legal Counsel	
104	Property Contracts (Real Estate & Leases)	40.02.104	Ten (10) years after expiration	Legal Counsel	
105	Memoranda of Understanding, Letter of Intent	40.02.105	Ten (10) years after expiration	Legal Counsel	
106	Customer Agreements (Retail and OEM)	40.02.106	Ten (10) years after expiration	Legal Counsel	
107	Licensing Agreements	40.02.107	Ten (10) years after expiration	Legal Counsel	
108	Royalty Agreements	40.02.108	Ten (10) years after expiration	Legal Counsel	
109	Service Agreements	40.02.109	Ten (10) years after expiration	Legal Counsel	
110	Consulting Agreements	40.02.110	Ten (10) years after expiration	Legal Counsel	
111	Non-Production Procurement Agreements	40.02.111	Ten (10) years after expiration	Legal Counsel	
112	Supplier/Contract Manufacturer Agreements	40.02.112	Ten (10) years after expiration	Legal Counsel	
113	Product Warranties	40.02.113	Twenty-one (21) years	Legal Counsel	
114	Non-Disclosure Agreements	40.02.114	Ten (10) years after expiration	Legal Counsel	
40.03	INTELLECTUAL PROPERTY				
100	IP/Patent Agreements	40.03.100	Permanent	Legal Counsel	
101	Patent Disclosure File	40.03.101	Permanent		
102	Patent Prosecution File (including application, history, office action)	40.03.102	Permanent	Legal Counsel	

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	and correspondence)				
103	Issued Patents (Blue Ribbon copy of patent only)	40.03.103	Permanent	Legal Counsel	
104	Engineering Notebooks received by Legal	40.03.104	Permanent	Legal Counsel	
105	Trademark Registration and evidence of first use	40.03.105	Ten (10) years after expiration	Legal Counsel	
106	Copyright Registration	40.03.106	Ten (10) years after expiration	Legal Counsel	
40.04	GENERAL LEGAL				
100	Power of Attorney	40.04.100	Seven (7) years after expiration	Legal Counsel	
101	Legal Opinions and Correspondence	40.04.101	Seven (7) years	Legal Counsel	
102	Attorney Audit Letters	40.04.102	Seven (7) years	Legal Counsel	
40.05	LITIGATION/CLAIMS				
Note: Litigation Files would contain but are not limited to Affidavits, Depositions, Exhibits, Court Filings and Records, Correspondence					
100	Affirmative Action Claims	40.05.100	Ten (10) years after final disposition or settlement	Legal Counsel	
101	Corporate Litigation	40.05.101	Ten (10) years after final disposition or settlement	Legal Counsel	
102	Customer Complaints/Disputes	40.05.102	Ten (10) years after final disposition or settlement	Legal Counsel	
103	3 rd Party (Customer or Supplier) Litigation Files	40.05.103	Ten (10) years after final disposition or settlement	Legal Counsel	
104	Employment Litigation	40.05.104	Ten (10) years after final disposition or settlement	Legal Counsel	
105	Intellectual Property Litigation	40.05.105	Ten (10) years after final disposition or settlement	Legal Counsel	
106	Grievances	40.05.106	Ten (10) years after final disposition or settlement	Legal Counsel	
40.05	40.05 SECURITY				
100	Badge Lists	40.05.100	Active	Corporate Security Director	
101	Case Investigation Work Papers (including Incident Reports)	40.05.101	Closed + Five (5) years	Corporate Security Director	
102	Pre-employment background	40.05.102	Five (5) years	Corporate Security	

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	checks			Director	
103	Visitor Registration	40.05.103	One (1) year	Corporate Security Director	
104	Emergency Action Plans	40.05.104	Active	Corporate Security Director	
105	Bldg System Access Records	40.05.105	3 years	Corporate Security Director	
45	MARKETING				
45.01	GENERAL				
100	Market Research Data - Internal	45.01.100	Seven (7) years	Marketing Director	
101	Market Research Data - External	45.01.101	One (1) year	Marketing Director	
102	Market Surveys	45.01.102	Active	Marketing Director	
103	Strategic Marketing Plans	45.01.103	Active	Marketing Director	
104	Slide Presentations/Speeches	45.01.104	Seven (7) years	Marketing Director	
105	3 rd Party Sell Through Data	45.01.105	Seven (7) years	Marketing Director	
106	MRD - Marketing Requirements Document (product definition from Engineering - could contain IP info)	45.01.106	Permanent	Marketing Director	75-01-00030
107	ERD - Engineering Response Document (official reply to marketing - could contain IP info)	45.01.107	Permanent	Marketing Director	
108	CPD - Customer Product Definitions - (sales generated marketing approved customer customization requests)	45.01.108	Permanent	Marketing Director	
109	Product Development Phase Review Approvals	45.01.109	Seven (7) years	Product Management Director	
45.02	WORLDWIDE SUPPORT SERVICES				
100	Customer Registration	45.02.100	Permanent	Customer Service Manager	
101	Customer Issues - Call Center	45.02.101	Five (5) years	Customer Service Manager	
102	Customer Issues - HQ	45.02.102	Five (5) years	Customer Service Manager	
103	Return Material Authorization - RMA's	45.02.103	Five (5) years	Customer Service Manager	
104	Better Business Bureau Complaints	45.02.104	Three (3) years	Customer Service Manager	
105	Attachments to Customer Questions	45.02.105	Five (5) years	Customer Service Manager	
45.03	Public Relations				
100	Biographies of Company Personnel	45.03.100	Three (3) years	Marketing Director	
101	Media Packets/Kits	45.03.101	Active	Marketing Director	
102	Media Packets/Kits	45.03.102	Active	Marketing Director	

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103	News/Press Releases	45.03.103	Permanent	Marketing Director	
104	Newspaper Clippings	45.03.104	Permanent	Marketing Director	
105	Promotional Material	45.03.105	Five (5) years	Marketing Director	
45.04	MARCOM Marketing Communications				
100	Retail Product Packaging (Two copies retained for historical reference)	45.04.100	Permanent	Marketing Director	
101	Product Literature/Collateral (Two copies retained for historical reference)	45.04.101	Permanent	Marketing Director	
102	Advertising Job File	45.04.101	Five (5) years	Marketing Director	
103	Publicity Photographs	45.04.103	Active	Marketing Director	
104	Publicity Records	45.04.104	Permanent	Marketing Director	
50.01	PRODUCTION				
100	Product Inventory Records	50.01.100	Seven (7) years	Operations Director	08-01-00175
101	Production Costs	50.01.101	One (1) year	Operations Director	
102	Work Orders	50.01.102	Two (2) years	Operations Director	
103	Equipment Maintenance Records	50.01.103	One (1) year	Operations Director	Where contracts exist with the military
104	Planning Indicators (Business)	50.01.104	Seven (7) Years	Operations Director	Business
105	Personnel Training & Testing	50.02.105	Five (5) Years	Operations Director	Where contracts exist with the military
106	Self Audits with Corrective Action Plans	50.02.106	Four (4) Years	Operations Director	Where contracts exist with the military
107	Sort Summaries (Legal)	50.02.107	Seven (7) Years	Operations Director	Legal
108	Sort Visual Data (Legal)	50.02.108	Seven (7) Years	Operations Director	Legal
109	Station Log Sheets	50.02.109	One (1) Year	Operations Director	Where contracts exist with the military
50.02	PROCUREMENT				
100	Bids, Accepted	50.02.100	Seven (7) years	Procurement Director	
101	Bids, Rejected	50.02.101	Seven (7) years	Procurement Director	
102	Purchase Orders (QAD)	50.02.102	Seven (7) years	Procurement Director	
103	Purchase Requisitions (Biz-flow)	50.02.103	Seven (7) years	Procurement Director	
104	Quotations	50.02.104	Seven (7) years	Procurement Director	
105	Approved Supplier Documents	50.02.105	Seven (7) years	Procurement	99-01-00087

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	(AVL)			Director	
50.03	SHIPPING LOGISTICS				
100	Bill of Lading	50.03.100	Five (5) years	Logistics Director	
101	Export Declarations	50.03.101	Five (5) years	Export Control Manager	
102	Freight Records	50.03.102	Five (5) years	Logistics Director	
103	Import/Entry Documents (including commercial invoice)	50.03.103	Five (5) years	Export Control manager	
104	Packing Lists	50.03.104	Five (5) years	Logistics Director	
105	Shipping Instructions (in QAD)	50.03.105	Seven (7) year	Logistics Director	
106	Shipping Manifests	50.03.106	One (1) year	Logistics Director	
107	Receiving Documents	50.02.107	Seven (7) years	Logistics Director	
102	Inspection Reports/Data/First Article Inspection	55.01.102	Five (5) years	Quality/Doc Control Director	
55	QUALITY				
55.01	BUSINESS MANAGEMENT SYSTEM - BMS				
100	BMS/EMS Audit and Corrective Action Reports	55.01.100	Three (3) years	Quality/Doc Control Director	
101	Engineering Change Orders	55.01.101	Five (5) years	Quality/Doc Control Director	
102	Inspection Reports/Data/First Article Inspection	55.01.102	Five (5) years	Quality/Doc Control Director	
55.02	ENVIRONMENTAL MANAGEMENT SYSTEM - EMS				
100	Environmental Monitoring Records	55.02.100	Six (6) years	EMS Manager	
101	Environmental Testing Methodology	55.02.101	Six (6) years	EMS Manager	
102	Environmental Testing Reports	55.02.102	Six (6) years	EMS Manager	
103	Fire Extinguisher Records	55.02.103	One (1) year	EMS Manager	
104	Fire Prevention Programs	55.02.104	Active	EMS Manager	
105	Hazard Communication Records	55.02.105	Thirty (30) years	EMS Manager	
106	Hazardous Exposure Records	55.02.106	Thirty (30) years	EMS Manager	
107	Hazardous Substance Identity Records	55.02.107	Thirty (30) years	EMS Manager	
108	Health and Safety Bulletins	55.02.108	Six (6) years	EMS Manager	
109	Health and Safety Procedures	55.02.109	Permanent	EMS Manager	
110	Material Safety Data Sheets	55.02.110	Thirty (30) years	EMS Manager	
111	Noise Exposure Measurements	55.02.111	Two (2) years	EMS Manager	

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112	Radiation Exposure Records	55.02.112	Thirty (30) years	EMS Manager	
113	Safety Records	55.02.113	Six (6) years	EMS Manager	
114	Supplementary Records (OSHA Form 101)	55.02.114	Six (6) years	EMS Manager	
115	Toxic Substance Exposure Records	55.02.115	Thirty (30) years	EMS Manager	
116	Hazardous Waste Manifest	55.02.116	Three (3) years	EMS Manager	
117	ISO 14000 Documentation	55.02.117	Three (3) years	EMS Manager	
60	SALES				
60.01	SALES OPERATIONS				
100	Sales Order Records	60.01.100	Seven (7) years	Sales Operations Director	77-01-00017
101	Customer Pos	60.01.101	Seven (7) years	Sales Operations Director	
102	Customer Change Orders	60.01.102	Seven (7) years	Sales Operations Director	
103	Order acknowledgements	60.01.103	Seven (7) years	Sales Operations Director	
104	Return Material Authorization (RMA)	60.01.104	Seven (7) years	Sales Operations Director	
105	Scrap in Field Program Records	60.01.105	Seven (7) years	Sales Operations Director	
60.02	60.02 - SALES				
100	Price Lists	60.02.100	Seven (7) years	Sales Director	
101	Sales Analysis Reports	60.02.101	Seven (7) years	Sales Director	
102	Sales Reports	60.02.102	Seven (7) years	Sales Director	
103	Pricing Committee Meeting Approvals	60.02.103	Seven (7) years	Sales Director	
104	Non-Committee Pricing Approvals	60.02.104	Seven (7) years	Sales Director	
105	Bookings & Billings trends	60.02.105	Permanent	Sales Director	IRS
106	Disti Billbacks with Support	60.02.106	Seven (7) years	Sales Director	IRS
107	Disti Price Authorizations	60.02.107	Seven (7) years	Sales Director	IRS
108	Disti reserve Materials	60.02.108	Seven (7) years	Sales Director	IRS
109	Distributor Audit Materials	60.02.109	Six (6) years	Sales Director	Internal Audit
110	Return and Adjustment Worksheets	60.02.110	Seven (7) years	Sales Director	IRS
65	SanDisk India				
100	Monthly Reporting requirement for STPI	06.01.100	Ten (10) years	Managing Director	

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APPENDIX B**LISTING OF FUNCTIONAL GROUPS/AREAS**

Functional Group	Functional Group #	Functional Area	Functional Group/Area Number
ENGINEERING	10	NAND	10.01
		ASIC	10.02
		MANUFACTURING/PACKAGING ENGINEERING	10.03
		PRODUCT AND TEST ENGINEERING	10.04
		TECHNOLOGY	10.05
		RELIABILITY	10.06
		SANDISK 3D	10.07
		SECURITY SYSTEMS	10.08
		FIRMWARE/SOFTWARE DEVELOPMENT	10.09
		SERIAL PRODUCTS	10.10
		MEMORY STICK/xD PRODUCTS	10.11
		NAND SYSTEMS	10.12
		SANDISK ISRAEL LTD.	10.13
EXECUTIVE OFFICERS	15	GENERAL	15.01

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Functional Group	Functional Group #	Functional Area	Functional Group/Area Number
FACILITIES	20	GENERAL	20.01
FINANCE AND ADMINISTRATION	25	ACCOUNTS PAYABLE	25.01
		ACCOUNT RECEIVABLE	25.02
		PROPERTY PLANT AND EQUIPMENT	25.03
		ADMINISTRATIVE ACCOUNTING	25.04
		GENERAL ACCOUNTING	25.05
		PAYROLL	25.06
		TAX COMPLIANCE	25.07
		TREASURY	25.08
		RECORDS MANAGEMENT	25.09
		OPERATIONS ACCOUNTING	25.10
		REVENUE ACCOUNTING	25.11
		STOCK ADMINISTRATION	25.12
		INVESTOR RELATIONS	25.13
		EXTERNAL REPORTING	25.14
HUMAN RESOURCES	30	BENEFITS	30.01
		EQUAL EMPLOYMENT (EEO)	30.02
		HR GENERAL	30.03
		HEALTH AND SAFETY	30.04
		PERSONNEL ACTIONS	30.05

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Functional Group	Functional Group #	Functional Area	Functional Group/Area Number
INFORMATION TECHNOLOGY	35	GENERAL IT	35.01
LEGAL	40	CORPORATE GOVERNANCE	40.01
		CONTRACT ADMINISTRATION	40.02
		INTELLECTUAL PROPERTY	40.03
		LEGAL - GENERAL	40.04
		LITIGATION/CLAIMS	40.05
		SECURITY	40.06
MARKETING	45	GENERAL	45.01
		MARKETING COMMUNICATIONS	45.02
		PUBLIC RELATIONS	45.03
		CUSTOMER SERVICE	45.04

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Functional Group #	Functional Area	Functional Group/Area Number	
OPERATIONS	50	PRODUCTION	50.01
		PURCHASING	50.02
		SHIPPING LOGISTICS	50.03
QUALITY	55	BUSINESS MANAGEMENT SYSTEMS	55.01
		ENVIRONMENTAL MANAGEMENT SYSTEMS	55.02
SALES	60	SALES OPERATIONS	60.01
		SALES GENERAL	60.02
SANDISK INDIA	65	SANDISK INDIA	65.01

SanDisk**Title: SANDISK WORLDWIDE RECORD RETENTION POLICY****Document Number: 71-04-00004****Revision: Rev. 1, Final April 26, 2007****(replaces 71-01-01-003)****APPENDIX C****SDUS DEPARTMENTAL RECORDS RETENTION COORDINATORS**

Area	Departmental Coordinator
Accounting Services	Julia Kumiawan
Finance Operations	Cheng Thang
Human Resources	Huan Nguyen
Legal	Carol Jacobsen, Mary Joseph
Tax	Mary Mendes
IT	Carlos Mena
Technology	Heidi Isip
Operations	Sonia Ocampo
Procurement	Rena Batancourt, Gloryvee Alves
Supply Planning	Sandra Gonzales
Sales Operations, Logistics	Renee Beery
Sales	Candace Schmidt
Corporate Marketing	Patricia Davila
Product Marketing	Nora Campanella
Product Management	Adonis Sbrana-Werness, Ryan Inouye, Patricia Davila, Angela Carrillo
SanDisk 3D	Albert Meeks
Executives	Donna Ryan, Donareen Que, April Fraley, Joy Bayler
Corporate Engineering	Karen Elliot, Cathy Winchell
NAND Systems	Kevin Conley
Firmware/Software	Andy Tomlin
Memory Stick and xD Products	Mike McCarthy
ASIC	Geoff Gongwer
Security Systems	Micky Holtzman
Engineering Quality	Steve Gross
NAND Design	Mehrdad Mofidi, Heidi Isip
Device Reliability	Steve Wallace
Advanced Engineering (Manufacturing/Packaging)	Suresh Upadhyayula, Arun Malhotra
SanDisk India & CAD Tools	Kiran Buch
Test/Product Engineering	Randy Gillespie, Paul Cooper
Serial Product Lines (Israel in US)	Aviad Zer

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APPENDIX D**RECORDS ELIGIBLE FOR DISPOSAL AUTHORIZATION FORM**

Date:

Employee Name:	Department:
Employee Title:	Manager Approval:
Legal Approval:	Tax Approval:

The following records are eligible for disposal based on the maturation of their retention periods and litigation or tax holds do not apply:

SANDISK BOX NUMBER	STORAGE SUPPLIER BOX NUMBER	CONTENTS/DOCUMENT TYPE	DATE RANGE	ENDING RETENTION PERIOD

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APPENDIX E

SAMPLE CERTIFICATE OF DISPOSAL

XYZ RECORDS MANAGEMENT COMPANY
1234 Memory Lane – Sunnyvale, CA 94089

CERTIFICATE OF DESTRUCTION – (SAMPLE)

January 6, 2006
Company Name
Company Address

This is to certify that on January 5, 2006 XYZ Records Management Company, at your request, under secured conditions have destroyed those 15 boxes designated by you for destruction. The 15 boxes destroyed were as follows:

Box# 122212
Box# 144432
Box# 229983
Box# 258889
Box# 349928
Box# 377788
Box# 399887
Box# 401467
Box# 433992
Box# 536543
Box# 559832
Box# 664455
Box# 667113
Box# 746733
Box# 867768

XYZ Records Management Company is committed to helping save the environment. All destroyed material that is recyclable, is brought to a recycling center to be processed into recycled paper products.

John D. Recycle
Vice President - Operations

SanDisk

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APPENDIX F

LITIGATION/TAX HOLD NOTICE - SAMPLE

Re: [Insert Matter Name]

[Insert Brief Description of Matter]

I am sending you this notice because you have been identified as potentially having knowledge and information relevant to this dispute. Sometime in the future, SanDisk will likely be required to search for documents and other material that relate to this dispute. Although this search may not begin for several months, we ask that you preserve any documents or other materials in your possession that relate to any of the following categories:

1. [Insert specific description of the related categories. Be specific and avoid using legalese.]

Until further notice, please suspend any applicable document destruction procedures and take affirmative steps to retain all documents that relate to the above categories. This may include:

- Keeping all e-mail that pertains to this matter
- Modifying your e-mail filters to prevent automatic e-mail deletion
- Stopping the recycling or deletion of backups
- Keeping your electronic files safe from deletion and your paper files secured
- Stopping your routine document destruction policies for electronic and physical documents.

If you are in any doubt about whether a document relates to a category above, please retain it. We will notify you when the case has been completely resolved and this document retention policy is no longer in effect.

For the purpose of retaining documents in the above identified categories, the term "documents" includes electronic documents such as e-mails and attachments, spreadsheets, word processing documents, presentations, diagrams, images, CAD files, databases and other electronic information (whether maintained on a laptop, desktop computer, hard drive, server, network, legacy system, diskette, CD, CD-ROM, PDA, Blackberry, pager or other removable media or storage device). This also includes information stored on non-SanDisk owned products such as your personal laptop or home computer. Additionally, "documents" includes all hard copy materials including all writings (whether typed, printed, final or draft form), all handwritten notes, sketches, photographs, drawings, video tapes, photographs, product packaging, manuals and other tangible objects.

It is essential that all individuals who report to you and who might have custody or control of such documents and materials also be made aware of these instructions. Please give a copy of this notice to all members of your staff who may have documents relevant to this request (CC me please). Please contact me if there are other SanDisk employees outside of your group not listed here who may have information. These preservation requirements apply to files of both current and former personnel. Do not assume that the author or recipient of a document or e-mail that you possess will retain a copy of that document. If the document is in your possession, please preserve it.

SanDisk

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Failure to comply with this request may result in disciplinary action against an employee or court-ordered sanctions against SanDisk.

If you learn of any information suggesting that any potentially relevant documents or other materials are not being retained, or if you have any questions about this memorandum or about this lawsuit, please contact litigation specialist, [Insert specialist's name and contact info]. Please remember that this lawsuit should not be discussed among your co-workers or outside of SanDisk unless counsel is present. Further, you should not take any steps relating to this litigation (e.g., communicating with or distributing documents to opposing counsel) without express authorization from [] in-house or outside legal counsel ([Insert outside legal counsel's name]). Finally, if you are contacted by anyone with respect to this litigation other than SanDisk in-house or outside legal counsel, please direct such inquiries to my attention.

Please acknowledge your receipt, understanding and ensured compliance of this letter by return email.
Thank you for your help.

SanDisk

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(replaces 71-01-01-003)

APPENDIX G

LITIGATION/TAX HOLD REMINDER - SAMPLE

Re: Reminder of Litigation Hold for [Insert Matter Name]

This is a reminder that the Litigation Hold regarding the above matter is still in effect. Thus, it is important that you continue to preserve all documents (including electronic data) and other materials related to the dispute.

Please refer to the attached original notice for more information or contact _____ if you have any questions.

Please acknowledge your receipt, understanding and ensured compliance of this letter by return email. Thank you for your help.

SanDisk

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APPENDIX H

LITIGATION/TAX HOLD RELEASE FORM - SAMPLE

Re: Litigation Release for [Insert Matter Name]

This is to inform you that the Litigation Hold regarding the above matter is now being released. The matter has been fully resolved, thus, it is not necessary that you continue to preserve all documents (including electronic data) and other materials related to the dispute.

Please refer to the attached original notice for more information or contact _____ if you have any questions.

Thank you for your help.

SanDisk

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APPENDIX I

OFFSITE STORAGE TRANSMITTAL FORM

(SEE SEPARATE FORM)

Exhibit 2

union channel trial lawyers | silicon valley

555 Twin Dolphin Drive, Suite 560, Redwood Shores, California 94065 | TEL 650-801-5000 FAX 650-801-5100

March 7, 2007

VIA ELECTRONIC AND FIRST CLASS MAIL

Megan Comport
Vice President and Associate General Counsel
SanDisk Corporation
601 McCarthy Boulevard
Milpitas, CA 95035

Re: Dan Harkabi, Gidon Elazar and MDRM Technologies

Dear Ms. Comport:

We represent Dan Harkabi, Gidon Elazar and MDRM Technologies.

It has come to our attention that SanDisk is in breach of numerous legal obligations towards our clients. Among other things, SanDisk is in breach of its obligation to pay the full amount of the earn-out provision of the Amended and Restated Stock Purchase Agreement dated September 13, 2004 (SPA). It has also recently terminated our clients in retaliation for their complaints about this and other conduct by SanDisk, and for other pretextual reasons.

We understand that our clients have been working to resolve the issue of the earn-out since June of 2006 by meeting with and/or providing documentation to senior management, including Eli Harari, Yoram Cedar and yourself. At this point, because SanDisk appears unwilling to make any good faith attempt to resolve this issue, and particularly in light of SanDisk's recent termination of our clients, Messrs. Harkabi and Elazar have no choice but to escalate this dispute. Accordingly, please be advised that we are invoking their rights under Article 9(e)(ii) of the SPA regarding dispute resolution. By contract, SanDisk and our clients are required to engage in a one-day mediation with an impartial mediator on or before April 6, 2007. We will propose a

union channel organizes other & hedgefunds, etc

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LOS ANGELES | 865 South Figueroa Street, 10th Floor, Los Angeles, California 90017 | TEL 213-443-3000 FAX 213-443-3100
NEW YORK | 335 Madison Avenue, 17th Floor, New York, New York 10017 | TEL 212-701-8100 FAX 212-701-8200
SAN FRANCISCO | 30 California Street, 22nd Floor, San Francisco, California 94111 | TEL 415-875-6600 FAX 415-875-6700
SAN DIEGO | 4445 Eastgate Mall, Suite 100, San Diego, California 92121 | TEL 619-812-3007 FAX 619-812-3356

number of impartial mediators as well as available dates to hold this mediation by the end of the week. We ask that you review this information and provide us with your selection or alternative names and dates no later than Wednesday, March 14, 2007.

In light of this dispute and the prospect of litigation, it is critically important that you retain all documents that in any way relate to these issues. Please consider this letter formal notice that you retain and preserve all copies of all documents, whether in hard or soft copy (including but not limited to emails, correspondence, presentations, notes, videotapes, etc.) that relate in any way to Dan Harkabi, Gidon Elazar, MDRM, or the MDRM Technology and/or its Derivatives, including but not limited to:

- (1.) emails and other correspondence to or from Messrs. Harkabi and Elazar, MDRM or any members of the Secure Content Solutions (SCS) team;
- (2.) all documents that refer in any way to Messrs. Harkabi and Elazar, MDRM or the SCS team;
- (3.) all documents that refer in any way to the MDRM Technology and/or Derivatives thereof, as defined in the SPA;
- (4.) all documents that refer or relate to the acquisition of MDRM, including but not limited to correspondence (for example correspondence by and/or between Eli Harrari, Rich Chernicoff, Cathy Lego and Yoram Cedar), draft agreements, business modeling, and technical and business evaluations or considerations;
- (5.) all documents that refer or relate to any debate or discussion at SanDisk about an earn-out with MDRM, including but not limited to correspondence, notes, and emails by and/or between Eli Harari, Rich Chernicoff, Cathy Lego and Yoram Cedar;
- (6.) all development, training, product, marketing, accounting, sales and finance documents that refer or relate to any products that use or embed the MDRM Technology and/or its Derivatives, including but not limited to the U3, SanGo, Cruzer Freedom, Cruzer Loop, and Trusted Flash from 2004 to the present;
- (7.) all documents, including DVDs and CDs or other means of electronic storage, that refer or relate to SanDisk's vision for and prospects for the MDRM Technology and/or its Derivatives;
- (8.) all documents that refer or relate to the "Emerging Markets" organization within SanDisk, including but not limited to business justifications, business plans, organizational charts and documents that refer to the reasons for the formation of such organization and the reasons this organization was disbanded or reorganized;
- (9.) all documents that refer or relate to the Device Management System (DMS), including but not limited to all correspondence, technical and business evaluations or considerations; organizational charts, meeting minutes, notes and documentation regarding the functionality and technology to be developed or incorporated into products by the DMS program;

(10.) all documents that refer or relate to the efforts to incorporate, use or embed the MDRM Technology and/or its Derivatives on other devices, including all documents that track such attempts and refer or relate to the reason such attempts were or were not successful;

(11.) all documents that refer or relate to manufacturing U3 devices and/or downloading data onto U3 devices, including documents resident in China and other locations outside of the United States; all hardware and software that is used to or in anyway facilitates the download of data onto U3 devices from 2004 to the present;

(12.) all documents that refer or relate to sales and marketing efforts to promote the MDRM Technology and/or its Derivatives, including the U3, San Go, Cruzer Freedom, Cruzer Loop, and Trusted Flash, as well as all documents that refer or relate to any effort to impede, slow down or interfere with the sales and marketing of such products or products incorporating such technology, including email, internal meeting summaries, notes and memoranda, customer meeting notes and memoranda, documents sufficient to identify the persons involved in such efforts, and financial information such as budgeting, price lists and costs from 2004 to the present;

(13.) all employment reviews and objectives for Messrs. Harkabi and Elazar;

(14.) all documents that refer or relate to SanDisk's participation in or presentations at conferences from 2004 to the present that refer or relate in any way to the U3 device, including but not limited to its technical features and capabilities; .

(15.) all correspondence (such as emails), meeting minutes and presentations that refer or relate to Product Line Meetings (PLM) and staff meetings of Yoram Cedar from 2004 to the present;

(16.) all documents that refer or relate in any way to the Amended and Restated Stock Purchase Agreement between SanDisk, MDRM, Inc. and other parties dated September 13, 2004, including all documents regarding their negotiation, termination, and terms, obligations under those agreements, including the fulfillment of those obligations, and documents sent to third parties regarding SanDisk's relationship with Messrs. Harkabi, Elazar and/or MDRM;

(17.) all documents that refer or relate to any other agreements between SanDisk and any of Messrs. Harkabi, Elazar and/or MDRM, including but not limited to any employment, escrow or stock repurchase agreements;

(18.) all documents that refer or relate to "Booklocker" or any technology that uses or embeds any of the technology in Booklocker in whole or in part;

(19.) all documents that refer or relate to the escrow agent for the earn-out, including but not limited to any communications with the same;

(20.) all documents that refer or relate to the employment of Messrs. Harkabi and Elazar, including but not limited to their personnel files, performance reviews, compensation, and any employment action with respect to them, including termination;

(21.) all documents that refer or relate to the reduction in force by SanDisk on or about March 1, 2007;

(22.) all public disclosures, including but not limited to press releases, securities filings, communications made to analysts, regarding the acquisition of MDRM, the MDRM technology, and the reduction in force of March 1, 2007; and

(23.) all documents that refer or relate to U3 (the company) and/or M-Systems regarding the U3 program, including documents that refer or relate to engineering of the U3 product, such as security, certificates, keys, sessions, serial numbers, serialization, product identification, loading data into products as a step of their manufacturing, product manufacturing process, and amount of time per device in the manufacturing equipment.

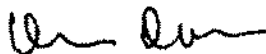
We also ask that you retain all email, documents and computers (including laptops) of Messrs. Harkabi, Elazar and any member of the SCS team, the SanDisk U3 program team members (including Carlos Gonzales and Henry Huton), the SanDisk Trusted Flash Team members (including Farshid Sabot, Bahman Q., and Alson Kemp), and the SanDisk Engineering team of U3 and Trusted Flash (including Micky Holtzman, Sean Chang, and Simon Stolero), whether currently or formerly employed at SanDisk, and not re-image, write over or otherwise destroy or compromise any electronic data for such individuals.

Destruction or alteration of any such documents or electronic materials is undoubtedly a violation of SanDisk's Code of Ethics and Business Conduct. Moreover, destruction or alteration of any such documents or electronic materials may subject SanDisk and any individuals involved, to contempt of court or other civil and criminal penalties.

We look forward to receiving your response to our list of mediators no later than Wednesday, March 14, 2007. Thank you in advance for your compliance with these important requests. Please feel to contact me if you have any questions or wish to discuss this matter.

Very truly yours,

QUINN EMANUEL URQUHART OLIVER & HEDGES, LLP



Diane M. Doolittle
Co-Chair, National Trial Practice Group

cc: Claude M. Stern

Exhibit 3



MEMORANDUM

To: SanDisk Employees
From: Megan Comport
Date: April 12, 2007
Re: **Do-Not-Destroy Memo** For Documents Related To Potential Litigation
Involving SanDisk

This memo serves to remind all SanDisk employees, temporary employees, and contractors of their ongoing responsibility regarding preserving documents that relate to potential litigation.

Exhibit A lists some examples of the sorts of documents, files and other items that are the subject of this Do-Not-Destroy Memo and therefore should be retained. Please carefully look at Exhibit A to determine whether you are likely to have documents, files, or other items covered by this memo.

Please forward a copy of this memo to all members of your staff who may have knowledge and/or documents relevant to this memo so they will also comply with these instructions. These preservation requirements apply to files of both current and former personnel. Do not assume that the author or recipient of a document or email that you possess will retain a copy of that document. If the document is in your possession, please preserve it. Failure to comply with this memo may result in disciplinary action against an employee and/or court-ordered sanctions against SanDisk.

If you have any questions about whether a given document, file, or other item falls within the scope of this memo, please save it rather than destroy it. If you need more specific information or have any questions about this policy, please contact Megan Comport. This memo is confidential and should not be disclosed to anyone who is not currently an employee, temporary employee, or contractor of SanDisk unless otherwise specifically directed by an individual in the SanDisk Legal department.

**ATTORNEY/CLIENT PRIVILEGE
ATTORNEY WORK PRODUCT**

EXHIBIT A

DOCUMENTS RELATED TO DMS

1. All documents that refer or relate to the Device Management System (DMS), including but not limited to all correspondence, technical and business evaluations or considerations; organizational charts, meeting minutes, notes and documentation regarding the functionality and technology to be developed or incorporated into products by the DMS program.



MEMORANDUM

To: SanDisk Employees
From: Megan Comport
Date: April 12, 2007
Re: Do-Not-Destroy Memo For Documents Related To Potential Litigation
Involving SanDisk

This memo serves to remind all SanDisk employees, temporary employees, and contractors of their ongoing responsibility regarding preserving documents that relate to potential litigation.

Exhibit A lists some examples of the sorts of documents, files and other items that are the subject of this Do-Not-Destroy Memo and therefore should be retained. Please carefully look at Exhibit A to determine whether you are likely to have documents, files, or other items covered by this memo.

Please forward a copy of this memo to all members of your staff who may have knowledge and/or documents relevant to this memo so they will also comply with these instructions. These preservation requirements apply to files of both current and former personnel. Do not assume that the author or recipient of a document or email that you possess will retain a copy of that document. If the document is in your possession, please preserve it. Failure to comply with this memo may result in disciplinary action against an employee and/or court-ordered sanctions against SanDisk.

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**ATTORNEY/CLIENT PRIVILEGE
ATTORNEY WORK PRODUCT**

EXHIBIT A

DOCUMENTS RELATED TO U3

1. All documents that refer or relate to manufacturing U3 devices and/or downloading data onto U3 devices, including documents resident in China and other locations outside of the United States; all hardware and software that is used to or in anyway facilitates the download of data onto U3 devices from 2004 to present;
2. All documents that refer or relate to SanDisk's participation in or presentations at conferences from 2004 to the present that refer or relate in any way to the U3 device, including but not limited to its technical features and capabilities; and
3. All documents that refer or relate to U3 (the company) and/or M-Systems regarding the U3 program, including documents that refer or relate to engineering of the U3 product, such as security, certificates, keys, sessions, serial numbers, serialization, product identification, loading data into products as a step of their manufacturing, product manufacturing process, and amount of time per device in the manufacturing equipment.

SanDisk

MEMORANDUM

To: SanDisk Employees
From: Megan Comport
Date: April 12, 2007
Re: Do-Not-Destroy Memo For Documents Related To Potential Litigation
Involving SanDisk

This memo serves to remind all SanDisk employees, temporary employees, and contractors of their ongoing responsibility regarding preserving documents that relate to potential litigation.

Exhibit A lists some examples of the sorts of documents, files and other items that are the subject of this Do-Not-Destroy Memo and therefore should be retained. Please carefully look at Exhibit A to determine whether you are likely to have documents, files, or other items covered by this memo.

Please forward a copy of this memo to all members of your staff who may have knowledge and/or documents relevant to this memo so they will also comply with these instructions. These preservation requirements apply to files of both current and former personnel. Do not assume that the author or recipient of a document or email that you possess will retain a copy of that document. If the document is in your possession, please preserve it. Failure to comply with this memo may result in disciplinary action against an employee and/or court-ordered sanctions against SanDisk.

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**ATTORNEY/CLIENT PRIVILEGE
ATTORNEY WORK PRODUCT**

EXHIBIT A

MDRM DOCUMENTS

1. All documents that refer or relate to the acquisition of MDRM, including but not limited to correspondence (for example correspondence by and/or between Eli Harari, Rich Chernicoff, Cathy Lego and Yoram Cedar), draft agreements, business modeling, and technical and business evaluations or considerations;
2. All documents that refer or relate in any way to the Amended and Restated Stock Purchase Agreement between SanDisk, MDRM, Inc. and other parties dated September 13, 2004, including all documents regarding their negotiation, termination, and terms, obligations under those agreements, including the fulfillment of those obligations, and documents sent to third parties regarding SanDisk's relationship with Messrs. Harkabi, Elazar and/or MDRM;
3. All documents that refer or relate to any other agreements between SanDisk and any of Messrs. Harkabi, Elazar and/or MDRM, including but not limited to any employment, escrow or stock repurchase agreements;
4. All development, training, product, marketing, accounting, sales and finance documents that refer or relate to any products that use or embed the MDRM Technology and/or its Derivatives, including but not limited to the U3, SanGo, Cruzor Freedom, Cruzor Loop, and Trusted Flash from 2004 to the present;
5. All documents that refer or relate to the escrow agent for the earn-out, including but not limited to any communication with the same;
6. All public disclosures, including but not limited to press releases, securities filings, communications made to analysts, regarding the acquisition of MDRM, the MDRM technology, and the reduction in force of March 1, 2007; and
7. All documents that refer in any way to Messrs. Harkabi and Elazar, MDRM or the Secure Content Solutions (SCS) team.

MPK 124912-1.061590.0502



MEMORANDUM

To: SanDisk Employees
From: Megan Comport
Date: April 12, 2007
Re: Do-Not-Destroy Memo For Documents Related To Potential Litigation
Involving SanDisk

This memo serves to remind all SanDisk employees, temporary employees, and contractors of their ongoing responsibility regarding preserving documents that relate to potential litigation.

Exhibit A lists some examples of the sorts of documents, files and other items that are the subject of this Do-Not-Destroy Memo and therefore should be retained. Please carefully look at Exhibit A to determine whether you are likely to have documents, files, or other items covered by this memo.

Please forward a copy of this memo to all members of your staff who may have knowledge and/or documents relevant to this memo so they will also comply with these instructions. These preservation requirements apply to files of both current and former personnel. Do not assume that the author or recipient of a document or email that you possess will retain a copy of that document. If the document is in your possession, please preserve it. Failure to comply with this memo may result in disciplinary action against an employee and/or court-ordered sanctions against SanDisk.

If you have any questions about whether a given document, file, or other item falls within the scope of this memo, please save it rather than destroy it. If you need more specific information or have any questions about this policy, please contact Megan Comport. This memo is confidential and should not be disclosed to anyone who is not currently an employee, temporary employee, or contractor of SanDisk unless otherwise specifically directed by an individual in the SanDisk Legal department.

ATTORNEY/CLIENT PRIVILEGE
ATTORNEY WORK PRODUCT

EXHIBIT A

MDRM TECHNICAL DOCUMENTS

1. All development, training, product, marketing, accounting, sales and finance documents that refer or relate to any products that use or embed the MDRM Technology and/or its Derivatives, including but not limited to the U3, SanGo, Cruzer Freedom, Cruzer Loop, and Trusted Flash from 2004 to the present;
2. All documents that refer in any way to Messrs. Harkabi and Elazar, MDRM or the Secure Content Solutions (SCS) team;
3. All documents, including DVDs and CDs or other means of electronic storage, that refer or relate to SanDisk's vision for and prospects for the MDRM Technology and/or its Derivatives;
4. All documents that refer or relate to the efforts to incorporate, use or embed the MDRM Technology and/or its Derivatives on other devices, including all documents that track such attempts and refer or relate to the reason such attempts were or were not successful; and
5. All documents that refer or relate to sales and marketing efforts to promote the MDRM Technology and/or its Derivatives, including the U3, SanGo, Cruzer Freedom, Cruzer Loop, and Trusted Flash, including email, internal meeting summaries, notes and memoranda, customer meeting notes and memoranda, documents sufficient to identify the persons involved in such efforts, and financial information such as budgeting, price lists and costs from 2004 to the present.